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Attorneys for Defendants  
JDS Uniphase Corporation, Jozef Straus,  
Anthony R. Muller, and Charles J. Abbe

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
OAKLAND DIVISION

SHIRLEY ZELMAN, TRUSTEE, F/B/O  
SHIRLEY ZELMAN LIVING TRUST, on behalf  
of plaintiff and all others similarly situated,

Plaintiff,

v.

JDS UNIPHASE CORPORATION,  
JOZEF STRAUS, ANTHONY R. MULLER,  
CHARLES J. ABBE, and KEVIN  
KALKHOVEN.

Defendants.

Master File No. C-02-4656 CW

**STIPULATION AND ORDER OF  
DISMISSAL**

**STIPULATION**

It is hereby stipulated and agreed by and among the parties, through their respective counsel of record, as follows:

1. The parties to this action enter into this stipulation of dismissal pursuant to Rule 41(a)(2) of the Federal Rules of Civil Procedure.

2. Plaintiffs filed this action on July 26, 2002. On November 16, 2005, the Court granted Plaintiffs' unopposed motion for class certification and appointed Shirley and Alfred Zelman as class representatives.

3. Since the time that this action was filed, Plaintiffs' counsel has continued to investigate the factual basis of their claims. That investigation has included the review of documents produced by Defendants and the taking of deposition testimony from former JDSU employees.

4. The claims in this action are based on allegedly false and misleading statements that were also the basis for claims asserted in a related securities action titled *In re JDS Uniphase Corporation Securities Litigation*, Master File No. C-02-1486 CW.

5. On October 23, 2007, trial commenced in *In re JDS Uniphase Corporation Securities Litigation*. On November 27, 2007, the jury returned a unanimous verdict in favor of the defendants on all claims.

6. Based on the resolution of *In re JDS Uniphase Corporation Securities Litigation* and the investigation by Plaintiffs' counsel of the factual basis of the claims asserted here, Plaintiffs' counsel has determined that the interests of the class would not be served by further litigation of those claims.

7. The parties agree that the claims of the appointed class representatives shall be dismissed with prejudice while the claims of the absent members of the certified class shall be dismissed without prejudice.

8. The parties agree that each side shall bear its own costs and attorneys' fees.

1           9.       The parties represent that Defendants have not made or promised any payment,  
2 direct or indirect, to the class representatives or their counsel in exchange for dismissal of the  
3 complaint.

4           10.      Notice is not required under Rule 23(e), which requires notice only to “class  
5 members who would be bound by the proposal.” Fed. R. Civ. P. 23(e)(1); *see also* Advisory  
6 Committee Note to Fed. R. Civ. P. 23 (confirming that “notice is not required when the settlement  
7 binds only the individual class representatives”). The proposed dismissal binds only the  
8 appointed class representatives. As to all other class members, the proposed dismissal is without  
9 prejudice and therefore has no binding effect on them.

10          11.      For the foregoing reasons, the parties respectfully request that the Court enter the  
11 attached Order of Dismissal.

12           IT IS SO STIPULATED.

13          Dated: May 13, 2008

JORDAN ETH  
TERRI GARLAND  
PHILIP T. BESIROF  
RAYMOND M. HASU  
MORRISON & FOERSTER LLP

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17          By:     /s/ Terri Garland  
                    Terri Garland

18                   Attorneys for Defendants  
19                   JDS UNIPHASE CORPORATION,  
20                   JOZEF STRAUS, ANTHONY R.  
21                   MULLER, and CHARLES J. ABBE  
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1 Dated: May 13, 2008

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14 By: /s/ Ira M. Press  
15 Ira M. Press

16 Attorneys for Plaintiffs

19 **ORDER OF DISMISSAL**

20 Pursuant to Rules 23(e) and 41(a)(2) of the Federal Rules of Civil Procedure, I have  
21 reviewed the parties' stipulation and hereby approve the dismissal of this action with prejudice to  
22 the appointed class representatives and without prejudice to the absent members of the class.  
23 Under Rule 23(e), notice to the class is not required given that the rights of absent class members  
24 are not affected.

25 Dated: May 13, 2008

26 

27 The Honorable Claudia Wilken  
28 United States District Judge

1 I, Timothy W. Blakely, am the ECF User whose ID and password are being used to file  
2 this Stipulation and [Proposed] Order of Dismissal. In compliance with General Order 45, X.B., I  
3 hereby attest that Terri Garland, attorney for Defendants, and Ira M. Press, attorney for Plaintiffs,  
4 have concurred in this filing.

5 Dated: May 13, 2008

MORRISON & FOERSTER LLP

7 By: /s/ Timothy W. Blakely  
8 Timothy W. Blakely

9 Attorneys for Defendants JDS Uniphase  
10 Corporation, Jozef Straus, Anthony R.  
11 Muller, and Charles J. Abbe  
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